

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:
THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

This filing relates to HTA.

**REPLY OF THE PUERTO RICO HIGHWAYS AND TRANSPORTATION
AUTHORITY TO RESPONSE FILED BY THE UNIVERSITY OF PUERTO RICO
RETIREMENT SYSTEM TRUST [ECF NO. 6980] TO TWENTY-EIGHTH
OMNIBUS OBJECTION (NON-SUBSTANTIVE) TO EXACT DUPLICATE CLAIMS**

To the Honorable United States District Judge Laura Taylor Swain:

The Puerto Rico Highways and Transportation Authority (“HTA”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the representative of HTA pursuant to Section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),² files this reply (the “Reply”) to the *Omnibus Response and Reservation of Rights in Connection with Certain Omnibus, Non-Substantive Objections to Proofs of Claim Filed by Debtors at Docket Nos. 6276, 6277 and 6279* [ECF No. 6980] (the

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the “Commonwealth”) (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA” and together with the Commonwealth, COFINA, HTA, and ERS, the “Debtors”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² PROMESA is codified at 48 U.S.C. §§ 2101–2241.

“Response”), filed by claimant University of Puerto Rico Retirement System Trust (the “Claimant”) to the *Twenty-Eighth Omnibus Objection (Non-Substantive) of the Puerto Rico Highways and Transportation Authority to Exact Duplicate Claims* [ECF No. 6277] (the “Twenty-Eighth Omnibus Objection”). In support of this Reply, HTA respectfully represents as follows:

1. On April 15, 2019, HTA filed the Twenty-Eighth Omnibus Objection seeking to disallow in their entirety certain exact duplicate proofs of claim (collectively, the “Duplicate Claims”), as listed on Exhibit A thereto. As set forth in the Twenty-Eighth Omnibus Objection and supporting exhibits thereto, each of the Duplicate Claims assert the exact same liability, against the exact same Title III debtor, as another claim filed in the Title III proceeding. Any party who disputed the Twenty-Eighth Omnibus Objection was required to file a response by 4:00 p.m. (Atlantic Standard Time) on May 28, 2019, in accordance with the Court-approved notices attached to the Twenty-Eighth Omnibus Objection as Exhibits C, which were served in English and Spanish on the individual creditors subject to the Twenty-Eighth Omnibus Objection, the U.S. Trustee, and the Master Service List (as defined in the *Order Further Amending Case Management Procedures* [ECF No. 3804]). See *Certificate of Service* [ECF No. 6416].

2. On May 15, 2019, Claimant filed the Response. Therein, Claimant does not dispute that Claimant’s proof of claim filed against HTA on June 29, 2018 and logged by Prime Clerk as Proof of Claim No. 76598 (the “Claim”) is an exact duplicate of another proof of claim filed against HTA on June 29, 2018 and logged by Prime Clerk as Proof of Claim No. 91993 (the “Remaining Claim”). Claimant “does not object to the non-substantive disallowance of one of the two POCs filed by the Trust against the Commonwealth, HTA and ERS, respectively.” Response, ¶ 6. Rather, the Response alleges that there was confusion about whether claims should have been filed through the Court’s CM/ECF system or through Prime Clerk’s system, and,

out of an abundance of caution, the Claimant filed copies with both systems. Claimant requests that the disallowance of the exact duplicate claims be “contingent on a finding that each of the remaining claims is *prima facie* valid, pursuant to 11 U.S.C. §502(a), regardless of which system was used to file them.” *Id.*

3. Pursuant to Federal Rule of Bankruptcy Procedure 3001(f), any proof of claim filed in accordance with the bankruptcy rules “constitute[s] *prima facie* evidence of the validity and amount of the claim.” As set forth in the Twenty-Eighth Omnibus Objection, HTA reserves its rights to object to the Remaining Claim on any other bases whatsoever. Because Claimant admits that the Claims are exact duplicates, and the parties otherwise do not dispute the relief sought in the Twenty-Eighth Omnibus Objection, HTA respectfully requests that the Court grant the Twenty-Eighth Omnibus Objection and disallow the Claim in its entirety.

Dated: June 5, 2019
San Juan, Puerto Rico

Respectfully submitted,

/s/ Hermann D. Bauer

Hermann D. Bauer

USDC No. 215205

O'NEILL & BORGES LLC

250 Muñoz Rivera Ave., Suite 800

San Juan, PR 00918

Tel: (787) 764-8181

Fax: (787) 753-8944

Martin J. Bienenstock (*pro hac vice*)

Brian S. Rosen (*pro hac vice*)

PROSKAUER ROSE LLP

Eleven Times Square

New York, NY 10036

Tel: (212) 969-3000

Fax: (212) 969-2900

*Attorneys for the Financial Oversight and
Management Board as representative for the
Puerto Rico Highways & Transportation
Authority*